

# EXHIBIT A

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

IN RE: . Case No. 09-50026-mg  
. Chapter 11  
.   
MOTORS LIQUIDATION COMPANY, . (Jointly administered)  
et al., f/k/a GENERAL .  
MOTORS CORP., et al, . One Bowling Green  
. New York, NY 10004  
Debtors. .  
. Wednesday, November 16, 2016  
. 11:38 a.m.  
. . . . .

TRANSCRIPT OF CASE MANAGEMENT CONFERENCE (CC: DOCUMENT NUMBER  
13786, RELATED DOCUMENT(S) 13373, 13775, 13697)  
BEFORE THE HONORABLE MARTIN GLENN  
UNITED STATES BANKRUPTCY COURT JUDGE

APPEARANCES:

For the Debtor: King & Spalding LLP  
By: ARTHUR STEINBERG, ESQ.  
SCOTT DAVIDSON, ESQ.  
1185 Avenue of the Americas  
New York, New York 10036-4003  
(212) 556-2158  
  
For the Ignition Switch Brown Rudnick LLP  
plaintiffs and certain By: EDWARD S. WEISFELNER, ESQ.  
non-Ignition Switch 7 Times Square  
plaintiffs: New York, New York 10036  
(212) 209-4917  
  
For Sesay, Bledsoe  
and Elliott: GARY PELLER, ESQ.  
600 New Jersey Ave., NW  
Washington, DC 20001  
(202) 662-9122

APPEARANCES CONTINUED.

Audio Operator: Jonathan, ECRO

Transcription Company: Access Transcripts, LLC  
10110 Youngwood Lane  
Fishers, IN 46038  
(855) 873-2223  
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APPEARANCES (Continued):

For Personal Injury  
Accident Plaintiffs:

Goodwin Procter LLP  
By: WILLIAM P. WEINTRAUB, ESQ.  
The New York Times Building  
620 Eighth Avenue  
New York, NY 10018-1405  
(212) 813-8839

For the GUC Trust  
Administrator:

Gibson, Dunn & Crutcher LLP  
By: MITCHELL KARLAN, ESQ.  
200 Park Avenue  
New York, New York 10166-0193

For Participating  
Unit Holders:

Akin Gump Strauss Hauer & Feld LLP  
By: DEBORAH NEWMAN, ESQ.  
One Bryant Park  
New York, NY 10036-6745  
(212) 872-1000

TELEPHONIC APPEARANCES:

For Bernard Pitterman:

Adelman Hirsch & Connors LLP  
By: JORAM HIRSCH, ESQ.  
1000 Lafayette Boulevard  
Bridgeport, CT 06604  
(203) 331-8888

For Benjamin Pillars:

The Mastromarco Firm  
By: RUSSELL C. BABCOCK, ESQ.  
1024 North Michigan Avenue  
Saginaw, MI 48602  
(989) 752-1414

For Corvette economic  
loss plaintiffs:

Knapp, Petersen & Clark  
By: ANDRE E. JARDINI, ESQ.  
K.L. MYLES, ESQ.  
550 North Brand Boulevard, Suite 1500  
Glendale, CA 91203-1922  
(818) 547-5000

For Pope plaintiffs:

Ledford Law Firm  
By: KRIS T. LEDFORD, ESQ.  
1437 South Boulder Avenue West #820  
Tulsa, OK 74119  
(918) 376-4610



1 (Proceedings commence at 11:38 a.m.)

2 THE COURT: All right. The next is Motors  
3 Liquidation Company, 09-50026.

4 Let's wait until everybody gets settled, Mr.  
5 Steinberg, okay?

6 All right. Let me get the appearances from those who  
7 are going to speak.

8 MR. BABCOCK: Your Honor, Russell --

9 THE COURT: Okay. Let me do the people in the  
10 courtroom first, okay?

11 Go ahead, Mr. Steinberg.

12 MR. STEINBERG: Arthur Steinberg and Scott Davidson,  
13 King & Spalding, on behalf of New GM.

14 MR. WEISFELNER: Good morning, Your Honor. Edward  
15 Weisfelner, Brown Rudnick, on behalf of the co-lead counsel and  
16 the MDL, sometimes referred to as designated counsel for the  
17 economic loss plaintiffs.

18 THE COURT: Thank you.

19 MR. WEINTRAUB: Good morning, Your Honor. William  
20 Weintraub of Goodwin Proctor, also as designated counsel for  
21 the pre-closing ignition switch plaintiffs and for certain  
22 post-closing non-ignition switch plaintiffs.

23 THE COURT: Thank you.

24 MR. PELLER: Good morning, Your Honor. Gary Peller  
25 for the Elliott, Sesay, and Bledsoe plaintiffs, who include pre



1 Those parties aren't a secret. They didn't include categorical  
2 all ignition switch, all pre-accident [sic] accident  
3 plaintiffs. They included particular parties who were  
4 represented by designated counsel through the co-lead counsel.  
5 Those are particular parties that the co-lead counsel  
6 represents. The co-lead counsel do not, for those purposes,  
7 represent all parties in the MDL, but more importantly, those  
8 parties are just listed on the Judge judgment. They're --

9 THE COURT: May I ask you this, Mr. Peller? Do you  
10 agree that the Court can consider a contested matter in which  
11 all parties are properly served that addresses the issue of  
12 whether the injunction in the sale order is enforceable against  
13 them?

14 MR. PELLER: Your Honor, I believe that the  
15 procedurally appropriate thing is GM did for all the parties --

16 THE COURT: Could you answer my question?

17 MR. PELLER: Yes, but I think procedurally  
18 appropriate is the initiation of --

19 THE COURT: Mr. Peller?

20 MR. PELLER: Yes, sir?

21 THE COURT: Let's deal first with my question, and  
22 then I'll let you expand.

23 MR. PELLER: Yeah. Yes, Your Honor.

24 THE COURT: You agree that an order to show cause  
25 properly served on all parties that New GM seeks to bind is a



1 proper procedure to raise the issue in this court, bind under  
2 the injunction in the sale order?

3 MR. PELLER: No, I do not, Your Honor.

4 THE COURT: Why not?

5 MR. PELLER: Judge Gerber did rule, and it was not  
6 appealed on the --

7 THE COURT: I don't want to know about Judge Gerber.  
8 I'm --

9 MR. PELLER: Okay. Your Honor --

10 THE COURT: I may have the issue of whether Judge  
11 Gerber's rulings -- to what extent are those enforceable  
12 against, but even if I concluded they weren't, I may be able to  
13 decide as a fresh proposition. I may find Judge Gerber's  
14 rulings to be persuasive. It's the point I make about Judge  
15 Furman. His decisions may not be binding on parties in matters  
16 before me, but I may find them persuasive. I may find Judge  
17 Gerber's decisions persuasive. So if -- to the extent that  
18 parties are given -- and I know this is disputed because Mr.  
19 Steinberg says they were given proper notice, and I'm going to  
20 have to decide that, but even if I assume that they weren't, if  
21 they're properly served now, an order to show cause is a proper  
22 method of raising the issues before me whether those parties  
23 are bound by the injunction in the sale order. Do you agree  
24 with that?

25 MR. PELLER: I don't, Your Honor. I believe --



1 THE COURT: Okay. Tell me why.

2 MR. PELLER: I believe that the appropriate procedure  
3 -- we believe the appropriate procedure, because they're asking  
4 for injunction, was the initiation of an adversary proceeding  
5 --

6 THE COURT: What about 7001(7), which specifically  
7 seems to permit the procedure? It's typically by motion, and  
8 order to show cause is the same effect as a motion. How do you  
9 distinguish what 7001(7) provides?

10 MR. PELLER: Because an order to show cause puts the  
11 onus on the served party to come in and to prove, as if it were  
12 presumed and the default was that they were --

13 THE COURT: Oh, no. New GM may have the onus of  
14 proving, so an order to show cause doesn't set the burdens. It  
15 just says who's got to come before me. And what I anticipate  
16 is that a briefing schedule will have New GM going first and  
17 parties having an opportunity to file objections and then New  
18 GM filing a reply. I'm not going to dictate. I'm going to  
19 leave it to counsel to try and work out an omnibus briefing  
20 schedule, but you seem to be confusing -- an order to show  
21 cause doesn't determine who has the burden. It sets forth --  
22 it brings before the Court a -- in this case, what I believe --  
23 what is obviously a contested matter, and there will be a  
24 scheduling order prepared. It would include briefing, which I  
25 expect counsel to work cooperatively, and I assume they will,



1 as to what the schedule is, but you haven't convinced me why  
2 7001(7) doesn't -- the exception in that doesn't apply so that  
3 it does not have to be by adversary proceeding.

4 MR. PELLER: I don't -- I understand that it can be  
5 by a contested matter, Your Honor, but I believe --

6 THE COURT: And a contested matter can be triggered  
7 by an order to show cause.

8 MR. PELLER: We believe that --

9 THE COURT: You disagree with -- do you have any  
10 authority that says that a contested matter can't be triggered  
11 by an order to show cause?

12 MR. PELLER: No, I don't, Your Honor. The -- we  
13 believe that the appropriate procedure is the one that New GM  
14 filed -- that was filed in the past, and that is to file a  
15 motion to enforce that carries as a motion all the procedural  
16 rights that are guaranteed under the Federal Rules of  
17 Bankruptcy.

18 THE COURT: I hear you. I disagree with you.

19 MR. PELLER: Okay.

20 THE COURT: Okay.

21 MR. PELLER: And I accept that, Your Honor. So in  
22 sum, Your Honor, we believe that the other problem with the  
23 order to show cause procedure is that by that procedure, New GM  
24 is just going to sweep in everyone who's filed kind of  
25 complaints against New GM.





1 THE COURT: They are.

2 MR. PELLER: Yes, exactly. And that is improper  
3 given that the remand proceedings that involved the parties who  
4 litigated the four threshold --

5 THE COURT: I have --

6 MR. PELLER: -- issues didn't involve all these other  
7 parties out in the universe.

8 THE COURT: Mr. Peller, Motors Liquidation is pending  
9 before me. Judge Gerber retired, the case got transferred to  
10 me. Whether it's strictly within the four corners of the  
11 remand or whether it's a matter that's properly raised in the  
12 pending matter before me in the Motors Liquidation, you know,  
13 but I only want to decide these questions once, to the extent  
14 that that's possible. I want to give everybody a fair chance  
15 to argue their positions, and it may be that not everything  
16 that gets briefed to where the parties think can be resolved  
17 without discovery, maybe it can't. I don't know. All right.  
18 I'm not deciding any of that now.

19 But there -- I understand your objections. There  
20 seems to be a fairly substantial broad agreement that there are  
21 a group of threshold issues that can properly be brought before  
22 the Court using this OFC procedure. I agree the procedure is a  
23 correct one. All right. What the outcome of those issues, I  
24 don't know.

25 MR. PELLER: Of course, Your Honor, and I'll conclude



1 with this. We also disagree with the identification of the  
2 threshold issues in that we believe that the pressing threshold  
3 issue is that identified by the court of appeals mandate in  
4 that --

5 THE COURT: You don't agree with the issues they did  
6 identify. You think that the one and only threshold issue  
7 should be due process with respect to non-ignition switch  
8 parties?

9 MR. PELLER: Well, Your Honor, the question is how  
10 much GM is going to be allowed to simply relitigate the court  
11 of appeals decision over and over and over again. They've got  
12 listed one of the issues as whether used car purchasers are  
13 precluded from suing under the sale order. The Second Circuit  
14 clearly ruled on that. They have another issue of independent  
15 claims, and I think that -- I think that this Court should --

16 THE COURT: If you're right, Mr. Peller, it's going  
17 to be a very short piece of an opinion, okay.

18 MR. PELLER: Okay. Thank you, Your Honor.

19 THE COURT: But what I want to do is I want to get  
20 before me, if possible at a single proceeding, all of the  
21 relevant parties, and I think the relevant parties are well  
22 beyond what you think are the relevant parties, and I want  
23 briefing and I want, from the plaintiffs' side, I don't want 47  
24 briefs. I want -- you know, Judge Bernstein, in Madoff, has  
25 entered some orders for an omnibus briefing. I've usually not

